

July 31, 2015

NSE / BSE
NSDL / CDSL / NSE - WDM / BSE – F Class

Dear Sirs,

Sub: **Voting Results under Clause 35A of the Listing Agreement**

We wish to inform you that the 37th Annual General Meeting (AGM) of the Company was held on July 31, 2015 at 4.00 p.m. at The Music Academy, New No.168, (Old No.306) T.T.K. Road, Royapettah, Chennai 600 014.

Pursuant to the provisions of the Companies Act, 2013 read with the Rules made there under and the listing agreement, we enclose the voting results in the prescribed format along with the scrutiniser's report for remote e-voting and e-voting at the AGM venue.

Kindly take the above information on record and acknowledge receipt.

Thanking you,

Yours faithfully,
For Cholamandalam Investment and Finance Company Limited



P Sujatha
Company Secretary

Encl.: As above

(REMOTE E-VOTING AND VOTING THROUGH ELECTRONIC VOTING SYSTEM AT THE VENUE OF THE AGM)

DATE OF AGM : 31-JUL-2015

DETAILS OF VOTING RESULTS

Date of Annual General Meeting (AGM)	31-Jul-15
Total No. of Shareholders on Record Date (Cut-off date for voting purpose – July 24, 2015)	18506
No. of Shareholders present in the meeting either Promoters and Promoter Group: Public:	2598 2 2596
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	Not Arranged

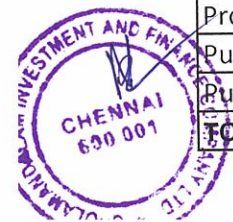
Agenda-wise

The mode of voting for all resolutions was through remote e-voting, electronic voting system at the AGM (Insta-poll) and ballot papers

Resolution No. 1

Adoption of Standalone & Consolidated Financial Statements, Board's Report & Auditors Report (Ordinary Resolution)

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstandin g shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	82965204	82566095	99.5189	82566095	0	100.0000	0.0000
Public - Institutional Holders	50673020	10629763	20.9772	10629763	0	100.0000	0.0000
Public - Others	10114190	2034	0.0201	2019	15	99.2625	0.7375
TOTAL	143752414	93197892	64.8322	93197877	15	100.0000	0.0000



Resolution No. 2**Confirmation of Interim Dividend declared on 1% Compulsorily Convertible Preference Shares (Ordinary Resolution)**

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	82965204	82566095	99.5189	82566095	0	100.0000	0.0000
Public - Institutional Holders	50673020	10629763	20.9772	10629763	0	100.0000	0.0000
Public - Others	10114190	2044	0.0202	2027	17	99.1683	0.8317
TOTAL	143752414	93197902	64.8322	93197885	17	100.0000	0.0000

Resolution No. 3**Confirmation of Interim Dividend of 25% paid and declaration of Final Dividend of 10% to Equity Shareholders (Ordinary Resolution)**

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	82965204	82566095	99.5189	82566095	0	100.0000	0.0000
Public - Institutional Holders	50673020	10629763	20.9772	10629763	0	100.0000	0.0000
Public - Others	10114190	2034	0.0201	2019	15	99.2625	0.7375
TOTAL	143752414	93197892	64.8322	93197877	15	100.0000	0.0000

Resolution No. 4**Appointment of Mr. N. Srinivasan (DIN: 00123338), Director retiring by Rotation (Ordinary Resolution)**

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	82965204	82566095	99.5189	82566095	0	1.0000	0.0000
Public - Institutional Holders	50673020	10629763	20.9772	10626848	2915	0.9997	0.0003
Public - Others	10114190	2044	0.0202	2029	15	0.9927	0.0073
TOTAL	143752414	93197902	64.8322	93194972	2930	99.9969	0.0031



Resolution No. 5

Ratification of appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, Chennai as the statutory auditors and fixing their remuneration (Ordinary Resolution)

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	82965204	82566095	99.5189	82566095	0	100.0000	0.0000
Public - Institutional Holders	50673020	10629763	20.9772	8879763	1750000	83.5368	16.4632
Public - Others	10114190	2044	0.0202	2029	15	99.2661	0.7339
TOTAL	143752414	93197902	64.8322	91447887	1750015	98.1223	1.8777

Resolution No. 6

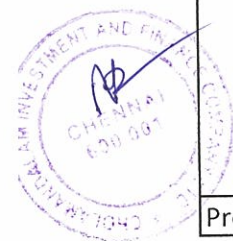
Appointment of Ms. Bharati Rao (DIN: 01892516) as an Independent Director (Ordinary Resolution)

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	82965204	82566095	99.5189	82566095	0	100.0000	0.0000
Public - Institutional Holders	50673020	10629763	20.9772	10629763	0	100.0000	0.0000
Public - Others	10114190	2044	0.0202	2029	15	99.2661	0.7339
TOTAL	143752414	93197902	64.8322	93197887	15	100.0000	0.0000

Resolution No. 7

Appointment of Mr. M.M. Murugappan (DIN: 00170478) as a Director liable to retire by rotation (Ordinary Resolution)

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	82965204	82566095	99.5189	82566095	0	100.0000	0.0000



Public - Institutional Holders	50673020	10629763	20.9772	10629763	0	100.0000	0.0000
Public - Others	10114190	2044	0.0202	1679	365	82.1429	17.8571
TOTAL	143752414	93197902	64.8322	93197537	365	99.9996	0.0004

Resolution No. 8

Issue of securities on a private placement basis under Section 42 of the Companies Act, 2013 (Special Resolution)

DESCRIPTION	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter & Promoter Group	82965204	82566095	99.5189	82566095	0	100.0000	0.0000
Public - Institutional Holders	50673020	10629763	20.9772	10626848	2915	99.9726	0.0274
Public - Others	10114190	2024	0.0200	1959	65	96.7885	3.2115
TOTAL	143752414	93197882	64.8322	93194902	2980	99.9968	0.0032

No. of shares held as stated above in note (1) excludes shares held in unclaimed suspense account on which voting rights shall remain frozen till the rightful owner claims the shares pursuant to clause 5A (II) of the listing agreement.

All the aforesaid resolutions have been passed with requisite majority.

For Cholamandalam Investment and Finance Company Limited



P Sujatha
Company Secretary



Consolidated Scrutinizer's Report

31st July, 2015

The Chairman

Messrs. Cholamandalam Investment and Finance Company Limited,

"Dare House", No. 2,

N.S.C. Bose Road, Parrys,

Chennai - 600 001.

Ref: 37th Annual General Meeting (AGM) of the members of the Company

Dear Sir,

We, M/s. R.Sridharan & Associates, Company Secretaries, have been appointed as the Scrutinizer by:

The Board of Directors of **M/s. Cholamandalam Investment and Finance Company Limited** vide resolution dated 24th April, 2015, pursuant to the provisions of Sections 108 and 109 of the Companies Act, 2013 read with Rule 20 (as amended) and Rule 21 of the Companies (Management and Administration) Rules, 2014 to conduct the remote e-voting process held between Monday, July 27, 2015 (9.00 AM) (IST) to Thursday, July 30, 2015 (5.00 PM) (IST) and to conduct the voting process through electronic voting system (Insta Poll) and Ballot Papers relating to the resolutions set out in the notice of the 37th AGM of the members of the Company, held on Friday, 31st July, 2015 at 4.00 p.m. at The Music Academy, New No 168, (Old No. 306), T.T.K. Road, Royapettah, Chennai - 600 014.

We now submit our consolidated Report as under:

1. The Company has availed remote e-voting system and electronic voting system at the AGM Venue (Insta Poll) from M/s Karvy Computershare Private Limited for enabling the shareholders to cast their vote under the provisions of the said sections and the Rules made there under.
2. We have scrutinized and reviewed the remote e-voting system, electronic voting system at the AGM Venue (Insta Poll) and Ballot Papers at the conclusion of AGM. We had unblocked the members who had exercised the votes through remote e-voting after 5.00 P.M. on Thursday, the 30th July 2015. Further, we have unblocked the votes cast by the members at the AGM venue in the presence of Mr K Satheesh and Ms A Deepika, who are the witnesses and not in the employment of the Company. The votes tendered therein in respect of the remote e-voting system and voting at the AGM venue are based on the data downloaded from the official website of M/s Karvy Computershare Private Limited.
3. Based on the data downloaded from the Official website of M/s Karvy Computershare Private Limited for the remote E-Voting system and on the basis of the report furnished to us by them on the electronic voting system (Insta Poll) conducted at the AGM Venue and upon scrutiny of the Ballot Papers cast at the AGM, we now submit our consolidated report (Remote E-Voting, Electronic Voting System (Insta Poll), Ballot Papers) as under:

37th AGM – CONSOLIDATED SCRUTINIZER'S REPORT
Cholamandalam Investment and Finance Company Limited



Item No. 1 - Adoption of Standalone & Consolidated Financial Statements, Board's Report & Auditors Report (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll/Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll/ Ballot Papers	% of total number of valid votes cast
111	92196552	13	1001325	93197877	99.99998

Note: Two Shareholders holding 3021 Shares has partially abstained from Voting on 1103 Shares on Insta Poll.

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll /Ballot Papers	% of total number of valid votes cast
NIL	NIL	4	15	15	0.00002

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E- Voting and Insta Poll /Ballot Papers
2	318052	1	150	318202

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 1 as set out in the Notice of the AGM is passed with requisite majority.

37th AGM – CONSOLIDATED SCRUTINIZER'S REPORT
Cholamandalam Investment and Finance Company Limited





Item No. 2 – Confirmation of Interim Dividend declared on 1% Compulsorily Convertible Preference Shares (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll/Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll/ Ballot Papers	% of total number of valid votes cast
111	92196562	12	1001323	93197885	99.99998

Note: One Shareholder holding 2971 Shares has partially abstained from Voting on 1093 Shares on Insta Poll.

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll /Ballot Papers	% of total number of valid votes cast
NIL	NIL	5	17	17	0.00002

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E- Voting and Insta Poll /Ballot Papers
2	318052	1	150	318202

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 2 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 3 – Confirmation of Interim Dividend of 25% (Rs.2.50 per equity share) paid and declaration of Final Dividend of 10% (Re.1 per equity share) to Equity Shareholders (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll/Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll/ Ballot Papers	% of total number of valid votes cast
111	92196552	13	1001325	93197877	99.99998

Note: Two Shareholders holding 3021 Shares has partially abstained from Voting on 1103 Shares on Insta Poll.

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll /Ballot Papers	% of total number of valid votes cast
NIL	NIL	4	15	15	0.00002

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E- Voting and Insta Poll /Ballot Papers
2	318052	1	150	318202

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 3 as set out in the Notice of the AGM is passed with requisite majority.





Item No. 4 – Re-appointment of Mr. N. Srinivasan (DIN: 00123338), Director retiring by Rotation (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll/Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll/ Ballot Papers	% of total number of valid votes cast
110	92193647	13	1001325	93194972	99.99686

Note: One Shareholder holding 2971 Shares has partially abstained from Voting on 1093 Shares on Insta Poll.

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll /Ballot Papers	% of total number of valid votes cast
1	2915	4	15	2930	0.00314

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E- Voting and Insta Poll /Ballot Papers
2	318052	1	150	318202

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 4 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 5 – Ratification of appointment of M/s. Deloitte Haskins & Sells, Chartered Accountants, Chennai as the statutory auditors and fixing their remuneration. (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll/Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll/ Ballot Papers	% of total number of valid votes cast
109	91446562	12	1325	91447887	98.12226

Note: One Shareholder holding 2971 Shares has partially abstained from Voting on 1093 Shares on Insta Poll.

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll /Ballot Papers	% of total number of valid votes cast
2	750000	5	1000015	1750015	1.87774

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E- Voting and Insta Poll /Ballot Papers
2	318052	1	150	318202

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 5 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 6 – Appointment of Ms. Bharati Rao (DIN: 01892516) as an Independent Director (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll/Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll/ Ballot Papers	% of total number of valid votes cast
111	92196562	13	1001325	93197887	99.99998

Note: One Shareholder holding 2971 Shares has partially abstained from Voting on 1093 Shares on Insta Poll.

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll /Ballot Papers	% of total number of valid votes cast
NIL	NIL	4	15	15	0.00002

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E- Voting and Insta Poll /Ballot Papers
2	318052	1	150	318202

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 6 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 7 – Appointment of Mr. M.M. Murugappan (DIN: 00170478) as a Director liable to retire by rotation (Ordinary Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll/Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll/ Ballot Papers	% of total number of valid votes cast
109	92196212	13	1001325	93197537	99.99961

Note: One Shareholder holding 2971 Shares has partially abstained from Voting on 1093 Shares on Insta Poll.

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll /Ballot Papers	% of total number of valid votes cast
2	350	4	15	365	0.00039

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E- Voting and Insta Poll /Ballot Papers
2	318052	1	150	318202

RESULT:

As the number of votes cast in favour of the resolution was more than the number of votes cast against, we report that the Ordinary Resolution with regard to Item no. 7 as set out in the Notice of the AGM is passed with requisite majority.



Item No. 8 – Issue of securities on a private placement basis under Section 42 of the Companies Act, 2013 (Special Resolution)

(i) Votes in **favour** of the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll/Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll/ Ballot Papers	% of total number of valid votes cast
110	92193627	12	1001275	93194902	99.99680

Note: Two Shareholders holding 3021 Shares has partially abstained from Voting on 1113 Shares on Insta Poll.

(ii) Votes **against** the resolution:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E-Voting	Number of members/ Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E-Voting and Insta Poll /Ballot Papers	% of total number of valid votes cast
1	2915	5	65	2980	0.00320

(iii) **Invalid** Votes:

Number of members voted in Remote E- Voting	Number of votes cast (Shares) - Remote E- Voting	Number of members/Proxies voted by Insta Poll /Ballot Papers	Number of votes cast (Shares) - Insta Poll /Ballot Papers	Total Number of votes cast through Remote E- Voting and Insta Poll /Ballot Papers
2	318052	1	150	318202

RESULT:

As the number of votes cast in favour of the resolution was three times more than the number of votes cast against, we report that the Special Resolution with regard to Item No.8 as set out in the Notice of the AGM is passed with requisite majority.

[Signature]

37th AGM – CONSOLIDATED SCRUTINIZER'S REPORT
Cholamandalam Investment and Finance Company Limited





4. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.

5. The electronic data relating to remote e-voting and electronic voting system (Insta Poll) and Ballot Papers, all other relevant records is under our safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the minutes of the Annual General Meeting.

Thanking you,
Yours faithfully,

For R. Sridharan & Associates
Company Secretaries

CS R. Sridharan
CP No. 3239
FCS No. 4775

